

# **EXHIBIT A**

**UNITED STATES DISTRICT COURT  
FOR THE EASTERN DISTRICT OF MICHIGAN  
SOUTHERN DIVISION**

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IN RE: AUTOMOTIVE PARTS  
ANTITRUST LITIGATION

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No. 12-md-02311  
Hon. Sean F. Cox

IN RE : WIRE HARNESS	CASE NO. 2:12-CV-00103
IN RE : INSTRUMENT PANEL CLUSTERS	CASE NO. 2:12-CV-00203
IN RE : FUEL SENDERS	CASE NO. 2:12-CV-00303
IN RE : HEATER CONTROL PANELS	CASE NO. 2:12-CV-00403
IN RE : BEARINGS	CASE NO. 2:12-CV-00503
IN RE : OCCUPANT SAFETY SYSTEMS	CASE NO. 2:12-CV-00603
IN RE : ALTERNATORS	CASE NO. 2:13-CV-00703
IN RE : ANTI-VIBRATIONAL RUBBER PARTS	CASE NO. 2:13-CV-00803
IN RE : WINDSHIELD WIPERS	CASE NO. 2:13-CV-00903
IN RE : RADIATORS	CASE NO. 2:13-CV-01003
IN RE : STARTERS	CASE NO. 2:13-CV-01103
IN RE : AUTOMOTIVE LAMPS	CASE NO. 2:13-CV-01203
IN RE : SWITCHES	CASE NO. 2:13-CV-01303
IN RE : IGNITION COILS	CASE NO. 2:13-CV-01403
IN RE : MOTOR GENERATOR	CASE NO. 2:13-CV-01503
IN RE : STEERING ANGLE SENSORS	CASE NO. 2:13-CV-01603
IN RE : HID BALLASTS	CASE NO. 2:13-CV-01703
IN RE : INVERTERS	CASE NO. 2:13-CV-01803
IN RE : ELECTRONIC POWERED STEERING ASSEMBLIES	CASE NO. 2:13-CV-01903
IN RE : AIR FLOW METERS	CASE NO. 2:13-CV-02003
IN RE : FAN MOTORS	CASE NO. 2:13-CV-02103
IN RE : FUEL INJECTION SYSTEMS	CASE NO. 2:13-CV-02203
IN RE : POWER WINDOW MOTORS	CASE NO. 2:13-CV-02303
IN RE : AUTOMATIC TRANSMISSION FLUID WARMERS	CASE NO. 2:13-CV-02403

IN RE : VALVE TIMING CONTROL DEVICES	CASE NO. 2:13-CV-02503
IN RE : ELECTRONIC THROTTLE BODIES	CASE NO. 2:13-CV-02603
IN RE : AIR CONDITIONING SYSTEM	CASE NO. 2:13-CV-02703
IN RE : WINDSHIELD WASHER	CASE NO. 2:13-CV-02803
IN RE : AUTOMOTIVE CONSTANT VELOCITY JOINT BOOT PRODUCTS	CASE NO. 2:14-CV-02903
IN RE : SPARK PLUGS	CASE NO. 2:15-CV-03003
IN RE : AUTOMOTIVE HOSES	CASE NO. 2:15-CV-03203
IN RE : SHOCK ABSORBERS	CASE NO. 2:15-CV-03303
IN RE : BODY SEALING PRODUCTS	CASE NO. 2:16-CV-03403
IN RE : INTERIOR TRIM PRODUCTS	CASE NO. 2:16-CV-03503
IN RE : BRAKE HOSES	CASE NO. 2:16-CV-03603
IN RE : EXHAUST SYSTEMS	CASE NO. 2:16-CV-03703
IN RE : CERAMIC SUBSTRATES	CASE NO. 2:16-CV-03803
IN RE : POWER WINDOW SWITCHES	CASE NO. 2:16-CV-03903
IN RE : AUTOMOTIVE STEEL TUBE	CASE NO. 2:16-CV-04003
IN RE : ACCESS MECHANISMS ACTIONS	CASE NO. 2:16-CV-04103
IN RE : DOOR LATCHES	CASE NO. 2:17-CV-04303

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THIS DOCUMENT RELATES TO:  
End-Payor Actions

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**DECLARATION OF EMMA K. BURTON IN SUPPORT OF ENTERPRISE  
FLEET MANAGEMENT, INC'S REPLY MEMORANDUM IN SUPPORT  
OF MOTION TO ENFORCE END-PAYOR SETTLEMENTS AND  
STRIKE CONTRADICTORY AND IMPROPER STIPULATION**

I, Emma K. Burton, declare as follows.

1. I am a partner at the law firm of Crowell & Moring LLP and represent Enterprise Fleet Management, Inc. ("EFM") in its claim to the End Payor settlements in the class action litigation known as *In re: Automotive Parts Antitrust Litigation*, MDL No. 2311 (E.D. Mich.) ("Auto Parts Matter"). Through my representation of EFM, I

have personal knowledge of information relating to the company's claim in this matter. All of the statements in this declaration are based upon that information and, if called as a witness, I could and would testify competently thereto.

2. I submit this declaration in support of EFM's Reply to End-Payor Plaintiffs' Opposition to Enterprise Fleet Management, Inc.'s Motion to Enforce the End-Payor Settlements and Strike Stipulation reached with Class Action Capital, Inc. ("CAC") and certain other fleet management companies ("FMCs").

3. End-Payor Plaintiffs ("EPPs") incorrectly maintain that FMCs like EFM "could recover for claims in the Auto Dealer cases," referring to the Automobile Dealership settlements. PageID.39880.

4. The Automobile Dealer settlements define Dealer class members as "a franchised entity or person authorized to engage in the business of selling and/or leasing Vehicles at retail in the United States." *See, e.g.,* Panasonic Corporation Settlement Agreement, 13-cv-02702 PageID.4494. "Authorization" in this context is by an automobile manufacturer, or OEM. Valid claimants to the Dealer settlements must show both a Dealership State License/Registration Number, as well as a Dealer ID Number issued by an OEM. *See* Auto Dealer Settlement Proof of Claim form attached hereto as Exhibit 1.

5. Attached hereto as Exhibit 2 is correspondence to my Crowell & Moring colleague Deborah Arbabi dated March 28, 2017, from the Auto Dealer Settlement Claim Administrator providing that "In order to be eligible to participate in the

Settlements that are the subject of this administration, a Claimant must, among other things, be an Automobile Dealership which purchases New Vehicles and/or Parts ***for resale.***” (emphasis added). This correspondence further provides:

Our research indicates that Enterprise Holdings, Inc. offers a portfolio of services, including car rental, car sharing vanpooling, used car sales, truck rental, online ride matching, and ***affiliated fleet management.*** As such, Enterprise Holdings, Inc. ***does not meet the definition of an Automobile Dealership and is, therefore, not included in the Class.*** (emphasis added).

6. Accordingly, neither Enterprise Holdings, Inc., nor EFM, have claims pending to the Auto Dealer settlements, nor has either entity recovered any funds from the Auto Dealer settlements.

7. The average duration of EFM’s standard TRAC lease is at least thirty-six (36) months.

I declare under penalty of perjury that the foregoing is true and correct.

Executed this 9th day of May, 2022, in Washington, D.C.

By: /s/ Emma K. Burton

Emma K. Burton  
Crowell & Moring LLP